

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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MARLON CASTRO, OCTAVIO RANGEL, MARTIN  
VASQUEZ, ALFREDO MARTINEZ, RODOLFO  
MENDEZ, GERARDO ANGULO, JUAN MARTINEZ,  
JOSE CERVANTES, SERGIO SANCHEZ, ISRAEL  
SANCHEZ, MARTINE PEREZ, GUILLERMOMENDOZA,  
OMAR CASTILLO and AMANDO MARTINEZ,  
individually and on behalf of others similarly situated,

Plaintiffs,

-against-

SPICE PLACE, INC., SPICE AVE., INC., BANGKOK  
PALACE II, INC., SPICE CITY, INC., SPICE WEST, INC.,  
KITLEN MANAGEMENT, KITTIGRON LIRTPANARUK  
and YONGYUT LIMLEARTVATE,

Defendants.

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07 CV 4657 (RWS)

**AFFIRMATION IN  
SUPPORT OF  
DEFENDANTS'  
MOTION TO CONDUCT  
DISCOVERY AT THE  
APPROPRIATE TIME, IF  
DISCOVERY IS  
NECESSARY AT ALL**

**AFFIRMATION**

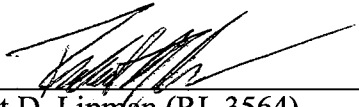
Robert D. Lipman, an attorney duly admitted to practice in the State of New York,  
and aware of the penalties for perjury, affirms the truth of the following:

1. I am a member of the law firm of Lipman & Plesur, LLP, co-counsel for  
defendants, and as such I am fully familiar with the prior proceedings in this matter.

2. This Affirmation is submitted in support of Defendants' Motion To  
Conduct Discovery At The Appropriate Time, If Discovery Is Necessary At All.

3. Defendants have provided the New York State Attorney General ("OAG")  
with what I estimate to be tens of thousands of documents. The vast majority of these documents  
include information about non-plaintiffs as well as defendants' confidential financial  
information. I have spoken with Joshua Pepper, Assistant Attorney General, who informed me  
that counsel for plaintiffs wants all of these documents. Mr. Pepper's correspondence regarding  
plaintiffs request that the OAG to produce "documents that the Attorney General obtained from  
the defendants" is attached as Exhibit A.

Dated: Jericho, New York  
July 23, 2008

By:   
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